

# **EXHIBIT 61**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of:                 )  
  ) File No. C-08755-A  
  
SOLARWINDS CORPORATION         )

WITNESS: Danielle Campbell

PAGES: 1 through 234

PLACE: Securities and Exchange Commission  
175 W. Jackson Blvd, Ste 1450  
Chicago, IL 60604

DATE: Monday, October 18, 2021

The above-entitled matter came on for hearing via Webex, pursuant to notice, at 9:32 a.m.

Diversified Reporting Services, Inc.

(202) 467-9200

Page 2	Page 4
<p>1 APPEARANCES:</p> <p>2</p> <p>3 On behalf of the Securities and Exchange Commission:</p> <p>4 BENJAMIN BRUTLEG, ESQ., Senior Counsel</p> <p>5 WILLIAM NEY, ESQ., Senior Counsel</p> <p>6 LORY STONE, ESQ., Senior Counsel</p> <p>7 MICHAEL BAKER, ESQ., Senior Counsel</p> <p>8 MARGARET VIZZY, Staff Accountant</p> <p>9 ERA CALHOUN, Paralegal</p> <p>10 Division of Enforcement</p> <p>11 Securities and Exchange Commission</p> <p>12 175 W. Jackson Blvd, Ste 1450</p> <p>13 Chicago, IL 60604</p> <p>14 neyw@sec.gov</p> <p>15</p> <p>16 On behalf of the Witness:</p> <p>17 JULIE RIEWE, ESW.</p> <p>18 ANNA MOODY, ESQ.</p> <p>19 JONATHAN DeMARS, ESQ.</p> <p>20 Debevoise &amp; Plimpton</p> <p>21 801 Pennsylvania Avenue, NW</p> <p>22 Washington, D.C. 20004</p> <p>23 (202) 383-8070</p> <p>24 jriewe@debevoise.com</p> <p>25</p>	<p>1 C O N T E N T S</p> <p>2 WITNESS: EXAMINATION</p> <p>3 Danielle Campbell 6</p> <p>4</p> <p>5 EXHIBITS: DESCRIPTION IDENTIFIED</p> <p>6 3 Procedures for Testimony by Audiovisual</p> <p>7 Means 11</p> <p>8 17 E-mail Campbell to Multiple Recipients</p> <p>9 Dated 4/13/2018 137</p> <p>10 18 Security and Compliance Program Quarterly</p> <p>11 Dated 5/17/2019 68</p> <p>12 25 Q1/2020 Quarterly Risk Review (QRR)</p> <p>13 Dated 3/3/2020 63</p> <p>14 33 Q4/2020 Quarterly Risk Review (QRR)</p> <p>15 Dated 10/27/2020 190</p> <p>16 50 SEC Form 1662 8</p> <p>17 51 Subpoena, dated 10/11/2021 12</p> <p>18 52 Background Questionnaire, dated 10/13/2021 16</p> <p>19 54 Meeting Invite fro Bart Kalsu to Campbell</p> <p>20 and Others, dated 4/13/2020 105</p> <p>21 55 Meeting Invite from Pierce to Campbell, 115</p> <p>22 Dated 3/13/2019</p> <p>23 56 Excerpt of FY 2020 Form 10-K Filed by 124</p> <p>24 SolarWinds Corporation</p> <p>25</p>
Page 3	Page 5
<p>1 APPEARANCES (CONT.):</p> <p>2</p> <p>3 On behalf of SolarWinds Corporation:</p> <p>4 JASON BLISS, ESQ.,</p> <p>5 EVP and Chief Administrative Officer</p> <p>6 BECKY MELTON, ESQ., Vice President Of Legal</p> <p>7 SolarWinds Corporation</p> <p>8 7171 Southwest Parkway</p> <p>9 Austin, Texas 78735</p> <p>10 (512) 682-9300</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p>1 C O N T E N T S (CONT.)</p> <p>2 EXHIBITS: DESCRIPTION IDENTIFIED</p> <p>3 59 E-mail from Campbell to Knight, 152</p> <p>4 Dated 6/21/2019</p> <p>5 60 E-mail from Campbell to Reddy, 162</p> <p>6 Dated 2/5/2019</p> <p>7 62 E-mail from Campbell to Pierce, 176</p> <p>8 Dated 2/26/2020</p> <p>9 63 E-mail from Pierce to Campbell, 197</p> <p>10 Dated 1/15/2020</p> <p>11 64 E-mail from Campbell to Pierce, 209</p> <p>12 Dated 10/6/2020</p> <p>13 65 E-mail from Pierce to Campbell, 209</p> <p>14 Dated 10/6/2020</p> <p>15 68 E-mail from Campbell to Quitugua and Day, 218</p> <p>16 Dated 1/24/2021</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

Page 178

Johnson as to what should be included in the -- in the -- in the deck.

Q All right. And what did Rani Johnson suggest that you should include for the quarterly risk review slides that you prepared?

A It was going to be the results of the 2019 audit and then also just a summary of what systems would be in scope for -- for 2020.

Q Okay. Did you prepare the slides that are attached to Exhibit 62?

A I did.

Q Okay. What did you do to prepare these slides?

A Can you repeat that or maybe ask it a different way?

Q Sure. What did you do to prepare these slides? So, for example, what -- what sources of information did you look at to compile them? What particular documents, for example?

A Yes, we -- I would have used the Excel file we were talking about earlier which would have had a list of all of the deficiencies that were found, both at interim and year-end. That would be the source behind these slides.

Q Okay. Behind all of them?

A Yeah. Except for the last one, the Tech

Page 180

NetSuite are on that -- they have that same type of remediation efforts to be made. So it would be a combination of these were the -- the systems that were impacted, but this is a high-level summary of -- of the results.

Q So the review not being complete for RMM and NetSuite, those are two separate not remediated control deficiencies?

A Yes.

Q Okay. Were any of these deficiencies significant?

A No.

Q Okay. Did you identify any material weaknesses in the control deficiencies identified in Fiscal Year 2019 SOX results?

A No.

Q Okay. What is the difference between just a control deficiency, a significant deficiency, and a material weakness?

A So for a control deficiency, the identified -- sorry -- the identified deficiency is more -- it's lower risk. It -- there's an analysis that's done when you have a deficiency to see if the impact was material, which would then put it into a material weakness category, but you also with your significant

Page 179

Matrix, that would not have come from that. That would have just been a review of what -- from our -- what I was talking about earlier today, too, from the scoping and materiality review. This would have been a separate determination.

Q Okay. So if we look at the slide on the second page of the document ending in 406, it lists the SOX results for Fiscal Year 2019 and provides a chart with number of controls tested, total control deficiencies, remediated, and not remediated. It's actually easier for me to look on the screen here because the printout is a little bit small.

A All right. So you identify 22 control deficiencies and then 10 of those which were not remediated. So is it accurate to say that on the next slide these are the controls that were not yet remediated?

A That is correct.

Q Okay. So I'm just trying to count this up in terms, you know, to get to 10. I mean, is this -- is this all of them, and how do you count -- count that up?

A It -- without having it in front of me, it would be -- this would be a summary of all 10. In some of the cases they have multiple systems listed there. Like, for example, on Line 2, it's like both RMM and

Page 181

deficiencies, like I was about to use the word "significant," but for the significant deficiency piece of it, when you're doing the analysis on if it's aggregated, you're looking to see how prevalent it was, do you have multiple deficiencies that are in the same area that could add up to a significant deficiency or to a material weakness.

So there's an analysis or there's a flow that you go through as you have a deficiency to determine what category it goes into.

Q Okay. And those have to be disclosed differently, like if it's a deficiency versus a material weakness?

A Yes, for the control deficiencies, those are to be reported internally with management and with the teams. If it's a significant deficiency and higher, so significant or material weakness, that needs to be -- it needs to be reported to the Audit Committee, and if you have a material weakness, then that actually would be reported in your filing.

Q Okay. And so I think you previously said that it's the case that all control deficiencies, whether significant or not, were reported to the Audit Committee?

A That is correct.

Q Okay. And that was the case from 2018 through

Page 182

1 the present?

2 A Yes.

3 Q Okay. So if we look at the areas that are  
4 still indicated as to be remediated, I just noticed that  
5 three of these areas all which involve change management  
6 relate to RMM. What is RMM?

7 A RMM is one of the products that SolarWinds  
8 sold. This -- it was part of an acquisition we did, that  
9 SolarWinds did, but this is the product specific. This  
10 is one of the usage-based billing products.

11 Q Okay. And if we just take this one change  
12 management deficiency, misclassification of  
13 financially-impacting changes for RMM, can you explain  
14 what that means?

15 A Yes, so there -- the -- one of the change  
16 management approaches within the Jira tickets, one of  
17 those, the global solutions that were rolled out in 2018  
18 was around identifying if the change was financially  
19 impacting or not, and so by -- by -- by having that  
20 identification when -- when we would test, we would look  
21 at all of the financially-impacting changes and that's  
22 what we would make our selections from.

23 So in this case we found a change that was  
24 identified as financially-impacting but it actually was  
25 not.

Page 183

1 Q Oh, I see. So, in other words, it should not  
2 have been tested for SOX control deficiencies at all?

3 A Exactly.

4 Q Okay, okay. All right. With respect to your  
5 classification of SOX IT control deficiencies, the vast  
6 majority were lack of evidence to show appropriate level  
7 of review and approval. That's a change management  
8 issue. Was this an ongoing issue from 2019 onwards?  
9 There's a lack of it to show appropriate level of review  
10 for -- under the change management controls?

11 A We --

12 MS. RIEWE: Just to clarify, ongoing issue  
13 meaning like a recurring deficiency?

14 MR. BRUTLAG: Yeah.

15 BY MR. BRUTLAG:

16 Q Is this -- is this generally where you see the  
17 highest level of control deficiency?

18 A We performed -- you know, when we're doing our  
19 controls testing, we do them on the same, you know,  
20 change management controls for every system each year.  
21 For this year, the year that we're looking at, it appears  
22 that that was the highest one that we found, but we may  
23 not have that in a different year. It may not be that  
24 same result of -- of that being the top one.

25 Q Was there any particular concern in Fiscal Year

Page 184

1 2019 that the appropriate level of review and approvals,  
2 you know, was not occurring?

3 A When we presented the findings to the business,  
4 to the control owners, for those systems that would have  
5 had this as a deficiency, we would have gone into detail  
6 as to what the explanation was behind that particular  
7 instance. So with this and this kind of summarized  
8 wording, it's -- it's hard for me to tell of the 11 which  
9 of these -- which type of it it would have been. Like  
10 this is a summary -- a summarized version of like that  
11 type of control. So each of them could have had a  
12 different story kind of around why their particular  
13 instance had a deficiency.

14 Q Okay. But you weren't aware of any systemic  
15 issue with respect to the level of review and approvals  
16 required during the change management processes?

17 A I was not aware.

18 Q Okay. All right. Going back to the slide on  
19 Page 406, why'd you add these bullets under SOX Results  
20 for Fiscal Year 2019?

21 A This slide was similar to a slide that was used  
22 that was presented to our Audit Committee, as well, and  
23 so this was just summarizing kind of the pros and cons,  
24 if you will, of, you know, the FY '19 audit, kind of the  
25 good and what we saw and things that to be worked on just

Page 185

1 based on the -- the deficiencies that we had seen.

2 Q Okay. You mentioned retraining on areas of  
3 focus and high risk. So does this mean SOX compliance  
4 training for SolarWinds employees?

5 A It would be more around the process itself.  
6 Like when we do see some of these deficiencies, it  
7 could -- a lot of the time it's, you know, a person knows  
8 the process and they need to put it in place to make sure  
9 that it -- it will -- you know, that it follows the  
10 control. So really what the retraining is is if we're --  
11 if we had deficiencies in those types of areas, it was,  
12 you know, retraining, just teaching them.

13 So it wasn't specific to only a SOX control.  
14 It really would have been more around the process itself.  
15 So, you know, for that control owner to work with their  
16 team to make sure that they understand that XYZ needs to  
17 be followed in order, you know, for the control to work  
18 and the process to work the way that it's supposed to.

19 Q All right. So, I mean, are you suggesting  
20 enhanced formal training, for example, or simply, you  
21 know, informal reminders by the control owners as to how  
22 these processes function?

23 A It depends on what the team and what the  
24 finding was. A lot of them, it's not a formalized  
25 training. It would be more reminders of just what we had

Page 230

1 at that point.

2 Q Okay. And what generally was the role of your  
3 team members in connection with the internal audit  
4 between 2012 and 2016?

5 A Our time was -- the roles of them -- there was  
6 a -- we had a manager who at some point was promoted to a  
7 senior manager. We had a senior that was on the IT side  
8 and then the rest of the team was staff level. So we  
9 kind of had built it out similar to like you would have  
10 like in public accounting. So we kind of did -- I did --  
11 I built up that same structure to have it kind of follow  
12 those -- those hierarchical levels and their focus was  
13 around -- around SOX, as well.

14 Q Okay. And when did SolarWinds begin using  
15 Holtzman Partners just as its internal audit control  
16 testing?

17 A Holtzman has been working on SolarWinds since  
18 before I was at SolarWinds, so even prior to 2011.

19 Q Okay. So when your title changed from director  
20 to senior director, this was, you know, this year, was  
21 there any change in responsibility or was it simply a  
22 change in title?

23 A It was really just a change in title. Majority  
24 of my interactions are with people at that level or  
25 higher, but it was -- the role -- my role stayed the

Page 231

1 same. It was just a title change.

2 Q Okay.

3 MR. BRUTLAG: I just want to open it up to the  
4 SEC staff. If there are any other questions for Ms.  
5 Campbell, just let us know.

6 MS. STONE: I've got one, Ben. Thank you.

7 BY MS. STONE:

8 Q This is Lory. Hi, Ms. Campbell. Thank you for  
9 spending the day with us.

10 Just a question, if you know. So you talked  
11 about kind of the genesis from 2012 and how you had a  
12 team of six and then in 2018 you were a team of one again  
13 when you went public.

14 Was there any discussion about hiring your  
15 team -- hiring additional members for -- for a team in  
16 2018?

17 A There was. We had talked about looking at a  
18 plan that would kind of go over three years of ramping  
19 back up my team so that I would have, you know, direct  
20 reports that were internal. Again, as I was mentioning  
21 earlier, I really was able to augment a lot of the -- I  
22 augmented all the testing with Holtzman's staff. So it  
23 really was more around, you know, at that time just  
24 trying to build up my team itself.

25 So, yes, the discussions had been there and

Page 232

1 then finally this year in 2021 I was able to start  
2 building up my team again.

3 Q Okay. Thank you.

4 MR. BRUTLAG: Okay. So, Ms. Campbell, we don't  
5 have any further questions for you at this time. We may  
6 however call you again to testify in this investigation.  
7 Should that be necessary we will contact your counsel.

8 So thank you again for speaking with us.  
9 Before we go off the record, I just want to give you an  
10 opportunity if there's anything that you would like to  
11 clarify or add to the statements that you made today.

12 THE WITNESS: No.

13 MR. BRUTLAG: Julie, also, same question to  
14 you. Is there any clarifying questions you wanted to ask  
15 Ms. Campbell?

16 MS. RIEWE: No, thanks.

17 MR. BRUTLAG: Okay. All right. So we'll go  
18 off the record at 4:48 p.m. Eastern.

19 (Whereupon, at 4:48 p.m., the examination was  
20 concluded.)

21 \* \* \* \* \*

Page 233

1 PROOFREADER'S CERTIFICATE

2 In The Matter of: SOLARWINDS CORPORATION

3 Witness: Danielle Campbell

4 File Number: C-08755-A

5 Date: Monday, October 18, 2021

6 Location: Chicago, IL

7  
8 This is to certify that I, Maria E. Paulsen,  
9 (the undersigned), do hereby certify that the foregoing  
10 transcript is a complete, true and accurate transcription  
11 of all matters contained on the recorded proceedings of  
12 the investigative testimony.

13  
14 \_\_\_\_\_  
15 (Proofreader's Name) (Date)

REPORTER'S CERTIFICATE

I, KEVIN CARR, reporter, hereby certify that the foregoing transcript of 232 pages is a complete, true and accurate transcript of the testimony indicated, held on October 18, 2021, at Chicago, IL in the matter of: SOLARWINDS CORPORATION.

I further certify that this proceeding was recorded by me, and that the foregoing transcript has been prepared under my direction.

Date: \_\_\_\_\_

Official Reporter: \_\_\_\_\_

Diversified Reporting Services, Inc.